

Richard J. Cooper, Esq.
Luke A. Barefoot, Esq.
CLEARY GOTTLIEB STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
Telephone: 212-225-2000
Facsimile: 212-225-3999

*Attorneys for the Foreign Representative
of Odebrecht S.A. and affiliated debtors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:
Odebrecht S.A., *et al.*,¹
Debtors in a Foreign Proceeding

Chapter 15
Case No. 19-12731 (SMB)
(Jointly Administered)

**CERTIFICATION OF COUNSEL REGARDING FURTHER REVISED PROPOSED
ORDER GRANTING RECOGNITION OF
FOREIGN MAIN PROCEEDING AND CERTAIN RELATED RELIEF**

I, Luke A. Barefoot, counsel to Marcelo Rossini, the foreign representative (“Petitioner” or the “Foreign Representative”) in the above captioned jointly administered chapter 15 cases (the “Chapter 15 Cases”), hereby certify as follows:

1. On August 26, 2019 the Petitioner filed that certain *Verified Petition for Recognition of the Brazilian RJ Proceeding and Motion for Order Granting Related Relief Pursuant to 11 U.S.C. §§ 1515, 1517, and 1520* [ECF No. 2] (the “Verified Petition”).

¹ The debtors in the above-captioned jointly administered chapter 15 cases (the “Chapter 15 Cases”) and the last four identifying digits of the tax number in the jurisdiction are: Odebrecht S.A., (Brazil – 01-72); Odebrecht Participações e Investimentos S.A., (Brazil – 01-00); Odebrecht Finance Ltd., (Cayman – 1323); and ODB International Corporation (Nassau - 8020 B) (the “Debtors”).

2. On August 28, 2019 the Honorable Judge Stuart M. Bernstein entered that certain *Order Pursuant to Federal Rules of Bankruptcy Procedure 2002 and 9007 Scheduling Hearing and Specifying Form and Manner of Service and Notice* [ECF No. 10] setting September 16, 2019 at 5:00 pm (prevailing New York time) as the deadline for any responses or objections to the Verified Petition (the “Objection Deadline”).

3. Prior to the Objection Deadline, certain asserted creditors of the Debtors raised informal objections to the Verified Petition. No other informal objections or formal objections were timely filed or raised in the Chapter 15 Cases as of the Objection Deadline.

4. On September 17, 2019 the Petitioner filed that certain *Notice of Revised Proposed Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief* [ECF No. 20] to provide notice that a revised proposed order granting recognition of foreign main proceeding (the “Revised Proposed Order”) was filed which would amend and supersede the *Proposed Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief* (the “Original Proposed Order”) filed as Exhibit A of the Verified Petition. The Revised Proposed Order resolved informal objections which were raised by certain asserted creditors of the Debtors.

5. On September 17, 2019 the Honorable Judge Stuart M. Bernstein provided certain modifications to the Revised Proposed Order, which are reflected in the form of order attached hereto as Exhibit A (the “Further Revised Proposed Order”).

6. Attached hereto as Exhibit B is a blackline reflecting the changes between the Further Revised Proposed Order and the Revised Proposed Order. Attached hereto as Exhibit C is a cumulative blackline reflecting all the changes between the Further Revised Proposed Order and the Original Proposed Order.

7. The Further Revised Proposed Order has been circulated to, and approved as to form by the asserted creditors of the Debtor that raised informal objections prior to the Objection Deadline.

8. The Petitioner consents to entry of the Further Revised Proposed Order without further notice or a hearing.

WHEREFORE, the Petitioner respectfully requests that the Court enter the Further Revised Proposed Order attached hereto as Exhibit A at its earliest convenience and grant such other relief as may be just and proper.

Dated: September 18, 2019
New York, New York

CLEARY GOTTLIEB STEEN & HAMILTON LLP

By: /s/ Luke A. Barefoot
Luke A. Barefoot

Richard J. Cooper, Esq.
Luke A. Barefoot, Esq.
CLEARY GOTTLIEB STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
T: 212-225-2000
F: 212-225-3999
(lbarefoot@cgsh.com)

*Attorneys for the Foreign Representative of
Odebrecht S.A. and its affiliated debtors*